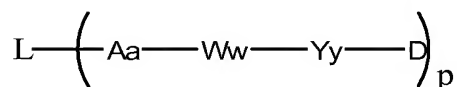


This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

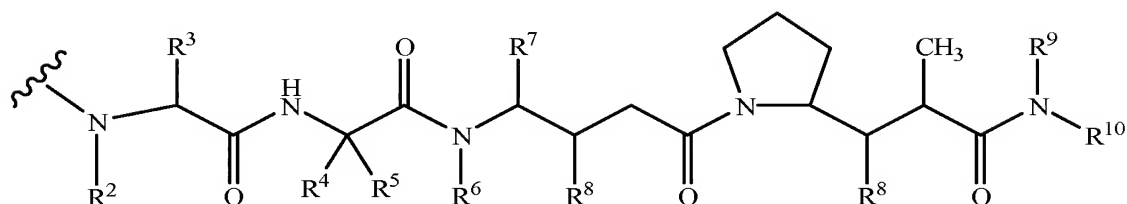
1. (currently amended) A compound of the Formula Ia:



Ia

or a pharmaceutically acceptable salt ~~solvate~~ thereof
 wherein,

- L- is a Ligand unit;
- A- is a Stretcher unit;
- a is ~~0~~ or 1;
- each -W- is independently an Amino Acid unit;
- Y- is a self-immolative Spacer unit;
- w is an integer ranging from ~~0~~ 2 to 12;
- y is ~~0~~ 1 or 2;
- p ranges from 1 to about 20; and
- D is a Drug unit of the formula



wherein, the wavy line indicates the point of attachment to the Spacer unit,

and

independently at each location:

- R² is selected from -H and -C₁-C₈ alkyl;
- R³ is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

R^4 is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle) wherein R^5 is selected from -H and -methyl; or R^4 and R^5 join, and form a ring with the carbon atom to which they are attached and R^4 and R^5 have the formula $-(CR^aR^b)_n$ - wherein R^a and R^b are independently selected from -H, -C₁-C₈ alkyl and -C₃-C₈ carbocycle and n is selected from 2, 3, 4, 5 and 6, and form a ring with the carbon atom to which they are attached;

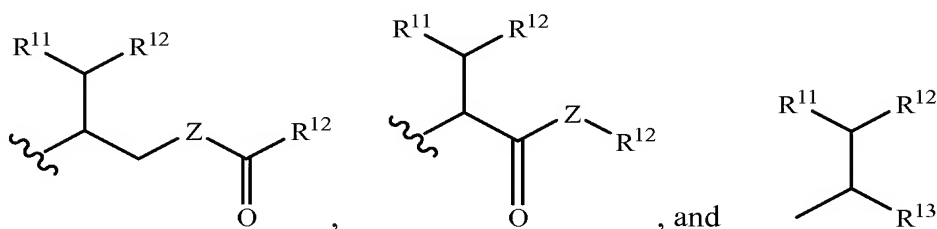
R^6 is selected from -H and -C₁-C₈ alkyl;

R^7 is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

each R^8 is independently selected from -H, -OH, -C₁-C₈ alkyl, -C₃-C₈ carbocycle and -O-(C₁-C₈ alkyl);

R^9 is selected from -H and -C₁-C₈ alkyl;

R^{10} is selected from



Z is -O-, -S-, -NH- or -N(R¹⁴)-;

R^{11} is selected from -H, -OH, -NH₂, -NHR¹⁴, -N(R¹⁴)₂, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle); or R^{11} is an oxygen atom which forms a carbonyl unit (C=O) with the carbon atom to which it is attached and a hydrogen atom on this carbon atom is replaced by one of the bonds in the (C=O) double bond;

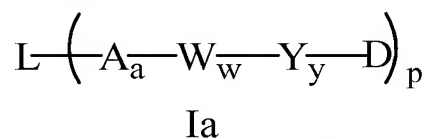
each R^{12} is independently selected from -aryl and -C₃-C₈ heterocycle;

R^{13} is selected from -H, -OH, -NH₂, -NHR¹⁴, -N(R¹⁴)₂, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), C₃-C₈ heterocycle and -C₁₋₈ alkyl-(C₃-C₈ heterocycle); and

~~Each~~ each R^{14} is independently -H or -C₁-C₈ alkyl.

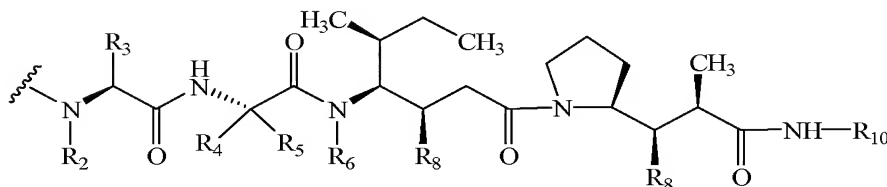
2-6. (canceled)

7. (currently amended) A compound of the formula Ia:



or a pharmaceutically acceptable salt ~~or solvate~~ thereof
wherein,

- L- is a Ligand unit;
- A- is a Stretcher unit;
- a is ~~0 or~~ 1;
- each -W- is independently an Amino Acid unit;
- Y- is a self-immolative Spacer unit;
- w is an integer ranging from ~~0~~ 2 to 12;
- y is ~~0,~~ 1 or 2;
- p ranges from 1 to about 20; and
- D is a Drug unit having the structure



or a pharmaceutically acceptable salt ~~or solvate~~ thereof,
wherein, the wavy line is the point of attachment to the Spacer unit, and

independently at each location:

R^2 is selected from -H and -methyl;

R^3 is selected from -H, -methyl, and -isopropyl;

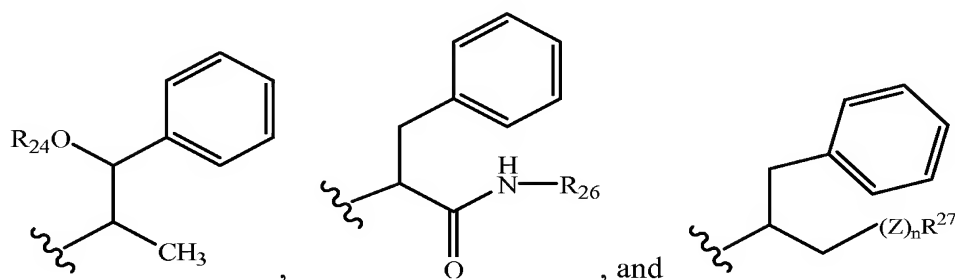
R^4 is selected from -H and -methyl;

R^5 is selected from -isopropyl, -isobutyl, -sec-butyl, -methyl and -t-butyl or R^4 and R^5 join, and form a ring with the carbon atom to which they are attached and R^4 and R^5 have the formula $-(CR^aR^b)_n$ - where R^a and R^b are independently selected from -H, -C₁-C₈ alkyl, and -C₃-C₈ carbocycle, and n is selected from 2, 3, 4, 5 and 6, ~~and form a ring with the carbon atom to which they are attached;~~

R^6 is selected from -H and -methyl;

each R^8 is independently selected from -OH, -methoxy and -ethoxy;

R^{10} is selected from



R^{24} is selected from H and -C(O) R^{25} -; wherein R^{25} is selected from -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

Z is -O-, -NH-, -OC(O)-, -NHC(O)-, -NR²⁸C(O)-; where R^{28} is selected from -H and -C₁-C₈ alkyl;

n is 0 or 1; and

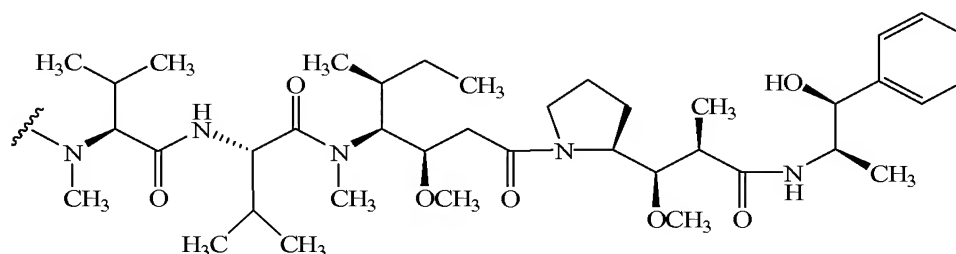
R^{26} is selected from -C₁-C₈ alkyl, -C₃-C₈ carbocycle, aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

R^{27} is selected from -H, -N₃, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle) when n is 0; and

R^{27} is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle) when n is 1.

8. (canceled)

9. (currently amended) A compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 1 where -D is a Drug unit having the structure



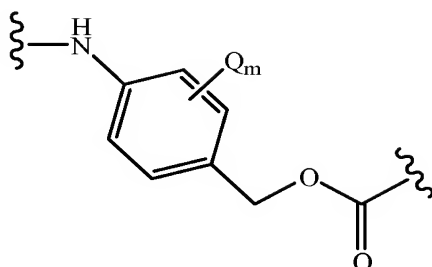
10-16. (canceled)

17. (currently amended) A compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 1 where the Ligand unit is an antibody ~~unit~~.

18. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 17 where the antibody unit is a monoclonal antibody ~~unit~~.

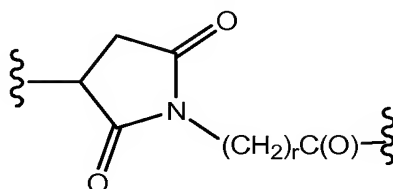
19. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 18 where the monoclonal antibody ~~unit~~ specifically binds the CD30 antigen, the CD70 antigen, the CD20 antigen, or the Lewis antigen.

20. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 1 where -Yy- is



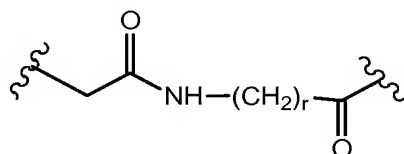
Q is selected from -C₁-C₈ alkyl, -O-(C₁-C₈ alkyl), -halogen, -nitro and -cyano; and m is an integer ranging from 0-4, the amino terminus of -Yy- forming a bond with ~~a~~ the Amino acid unit and the carboxyl terminus of -Yy- forming a bond with ~~an~~ the Drug unit.

21. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~ 1 where -A- is



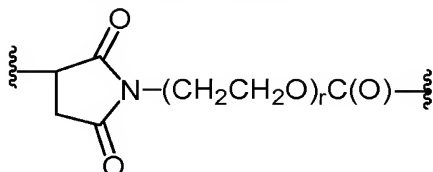
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with ~~an~~ the Amino Acid unit and the succinimido terminus of -A- forming a bond with ~~a~~ the Ligand unit.

22. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~ 1 where -A- is



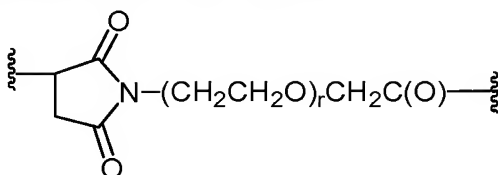
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with ~~an~~ the Amino Acid unit and the amidomethyl terminus of -A- forming a bond with ~~a~~ the Ligand unit.

23. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~1 where -A- is



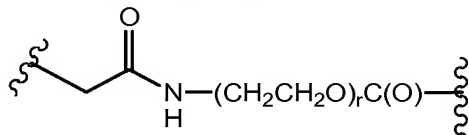
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with ~~an~~ the Amino acid unit and the succinimido terminus of -A- forming a bond with ~~a~~ the Ligand unit.

24. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~1 where -A- is



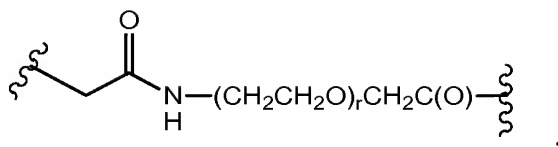
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with ~~an~~ the Amino acid unit and the succinimido terminus of -A- forming a bond with ~~a~~ the Ligand unit.

25. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~1 where -A- is



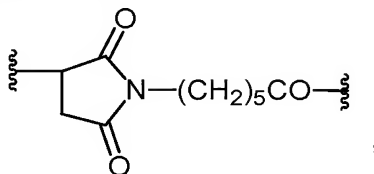
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with ~~an~~ the Amino acid unit and the amidomethyl terminus of -A- forming a bond with ~~a~~ the Ligand unit.

26. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim ~~120~~1 where -A- is



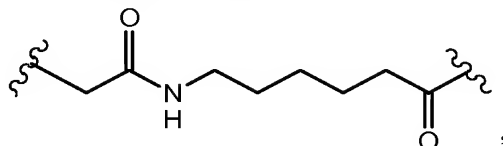
the carbonyl terminus of -A- forming a bond with ~~an~~the Amino acid unit and the amidomethyl terminus of -A- forming a bond with ~~a~~the Ligand unit.

27. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 21 where -A- is



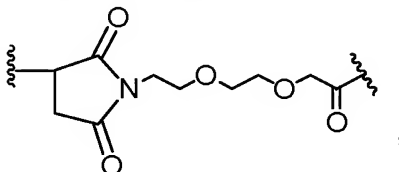
the carbonyl terminus of -A- forming a bond with ~~an~~the Amino acid unit and the succinimido terminus of -A- forming a bond with ~~a~~the Ligand unit.

28. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 22 where -A- is



the carbonyl terminus of -A- forming a bond with ~~an~~the Amino acid unit and the amidomethyl terminus of -A- forming a bond with ~~a~~the Ligand unit.

29. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 24 where -A- is

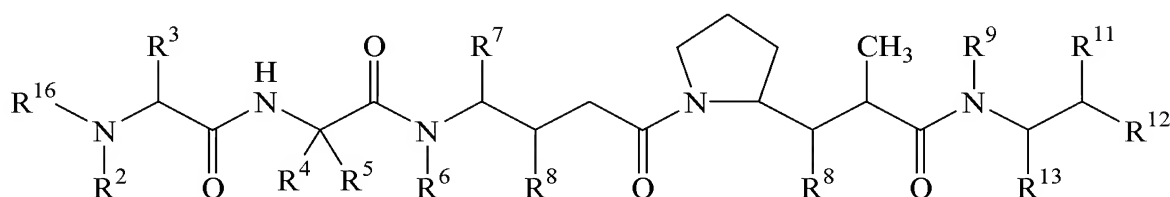


the carbonyl terminus of -A- forming a bond with ~~an~~the Amino acid unit and the succinimido terminus of -A- forming a bond with ~~a~~the Ligand unit.

30. (withdrawn - currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 1 where -W_w- is -Phenylalanine-Lysine-, the amino terminus of -W_w- forming a bond with ~~a~~ the Stretcher unit and the C- terminus of -W_w- forming a bond with ~~a~~ the Spacer unit.

31-43. (canceled)

44. (withdrawn - currently amended) A compound of the formula



or a pharmaceutically acceptable salt ~~or solvate~~ thereof

wherein, independently at each location:

R² is selected from -H and -C₁-C₈ alkyl;

R³ is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkoxy), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

R⁴ is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkoxy), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle) wherein R⁵ is selected from -H and -methyl; or R⁴ and R⁵ join, and form a ring with the carbon atom to which they are attached and R⁴ and R⁵ have the formula -(CR^aR^b)_n- wherein R^a and R^b are independently selected from -H, -C₁-C₈ alkyl and -C₃-C₈ carbocycle and n is selected from 2, 3, 4, 5 and 6, ~~and form a ring with the carbon atom to which they are attached;~~

R⁶ is selected from -H and -C₁-C₈ alkyl;

R^7 is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkoxy), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

each R^8 is independently selected from -H, -OH, -C₁-C₈ alkyl, -C₃-C₈ carbocycle and -O-(C₁-C₈ alkoxy);

R^9 is selected from -H and -C₁-C₈ alkyl;

R^{11} is selected from -H, -OH, -NH₂, -NHR¹⁴, -N(R¹⁴)₂, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkoxy), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle); or R^{11} is an oxygen atom which forms a carbonyl unit (C=O) with the carbon atom to which it is attached and a hydrogen atom on this carbon atom is replaced by one of the bonds in the (C=O) double bond;

each R^{12} is independently selected from -aryl and -C₃-C₈ heterocycle;

R^{13} is selected from -H, -OH, -NH₂, -NHR¹⁴, -N(R¹⁴)₂, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkoxy), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

each R^{14} is independently -H or -C₁-C₈ alkyl;

R^{16} is A'a-Ww-Yy-

wherein

each -W- is independently an Amino Acid unit;

-Y- is a self-immolative Spacer unit;

w is an integer ranging from ~~0~~2 to 12;

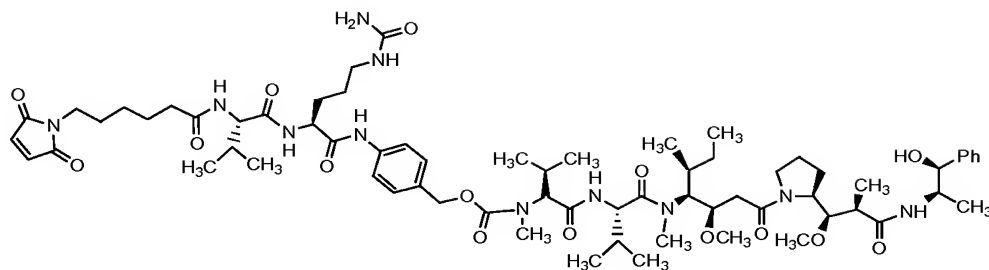
y is ~~0~~1 or 2;

-A' is a Stretcher unit; and

a is ~~0 or~~ 1.

45. (withdrawn - currently amended)

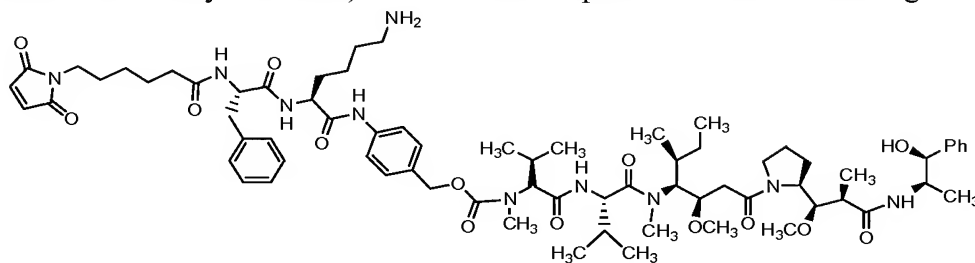
The compound of claim 44 having the structure



or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

46. (withdrawn - currently amended)

The compound of claim 44 having the structure

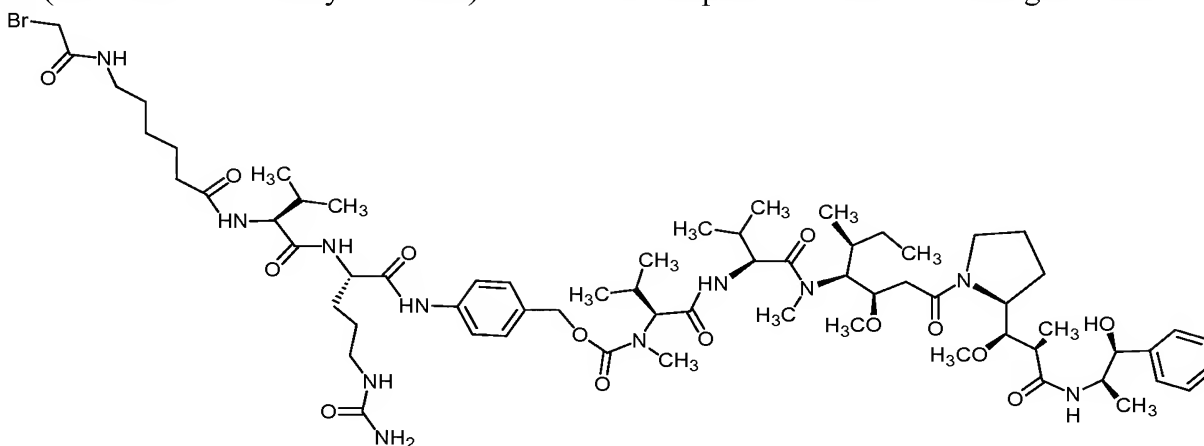


or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

47. (canceled)

48. (withdrawn - currently amended)

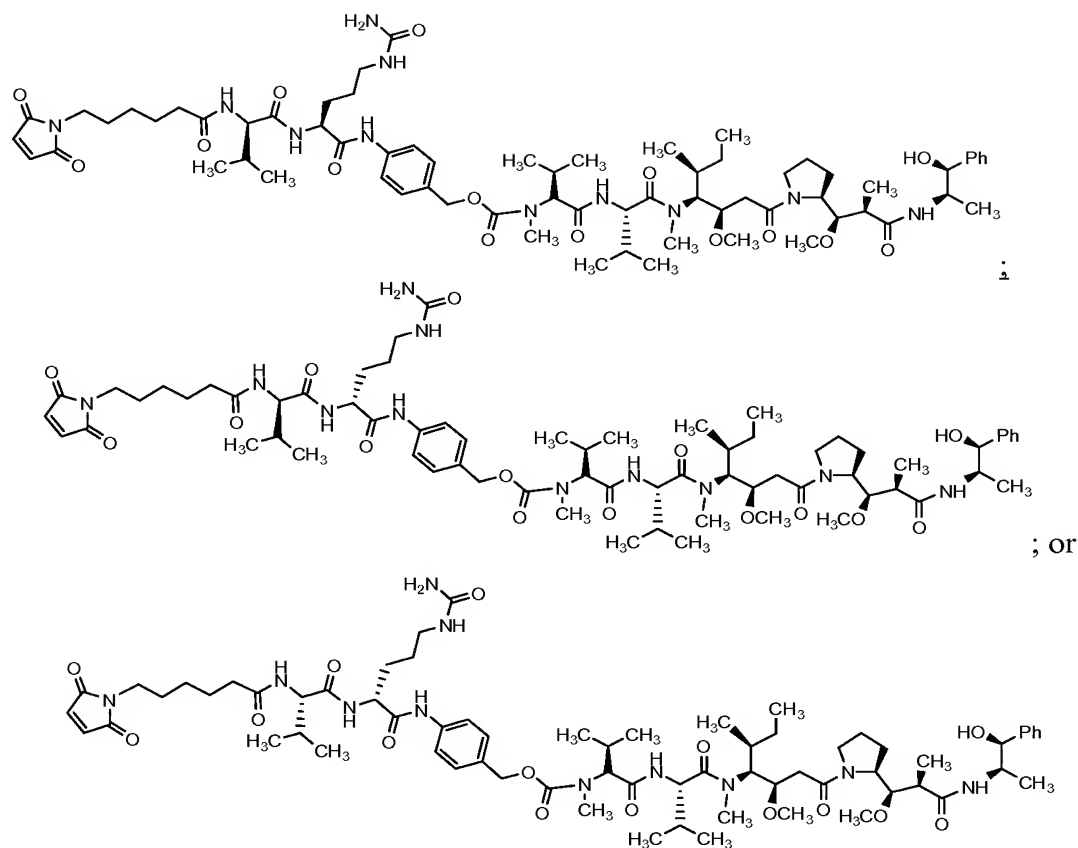
The compound of claim 44 having the structure



or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

49. (withdrawn - currently amended)

The compound of claim 44 having the structure

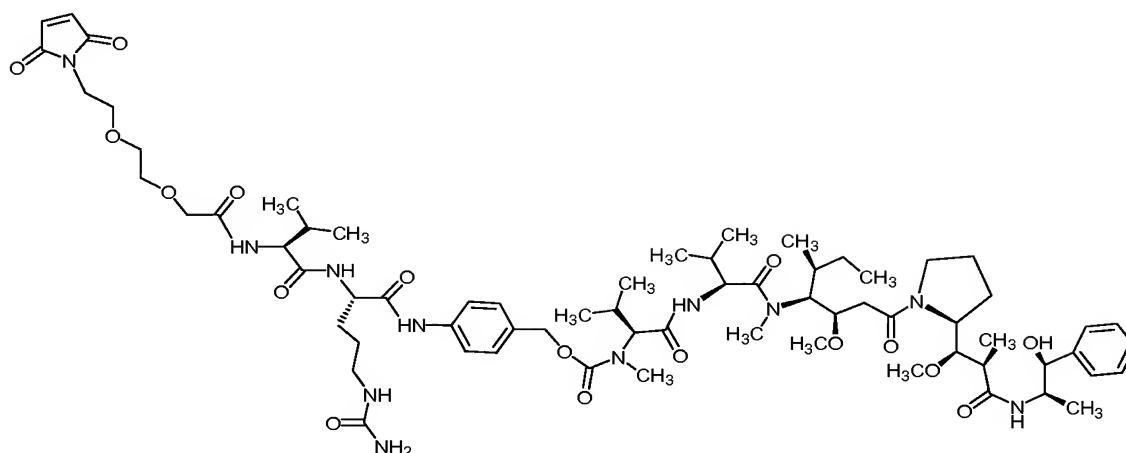


or a pharmaceutically acceptable salt or solvate thereof.

50-51. (canceled)

52. (withdrawn - currently amended)

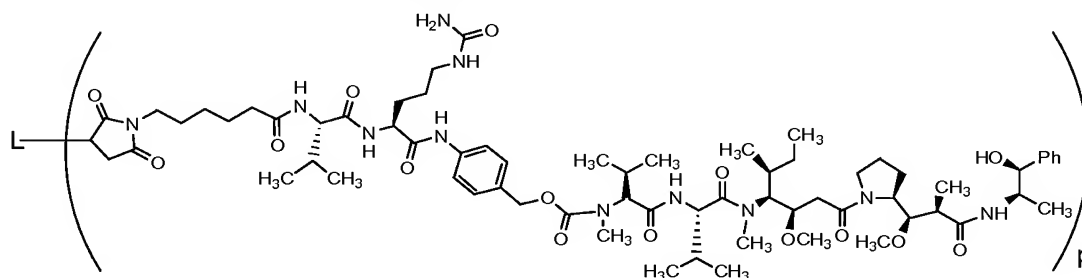
The compound of claim 44 having the structure



or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

53. (canceled)

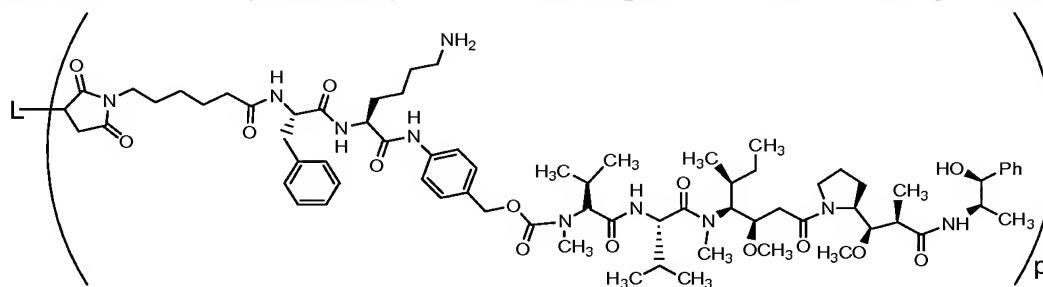
54. (currently amended) The compound of claim 1 having the structure



where p ranges from 1 to about 20, or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

55. (canceled)

56. (withdrawn - currently amended) The compound of claim 1 having the structure

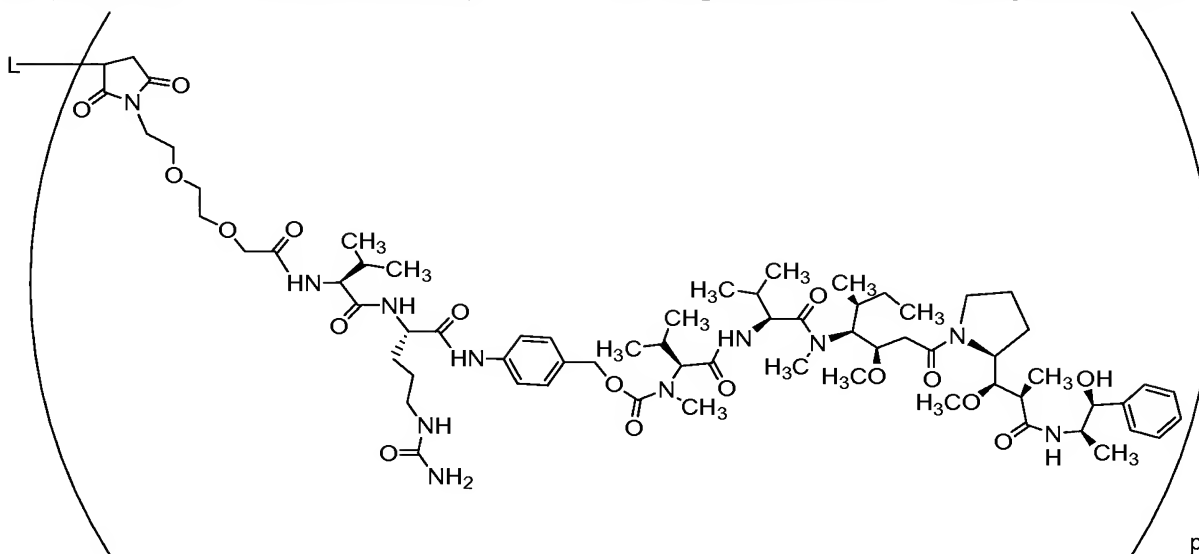


where p ranges from 1 to about 20, or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

57-58. (canceled)

59. (withdrawn - currently amended)

The compound of claim 1 having the structure

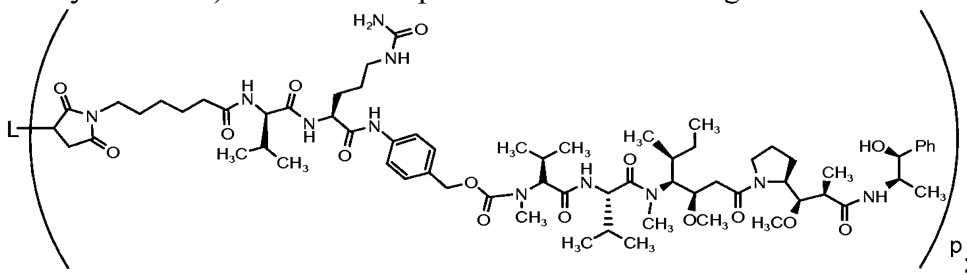


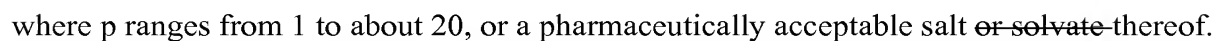
where p ranges from 1 to about 20, or a pharmaceutically acceptable salt ~~or solvate~~ thereof.

60-62. (canceled)

63. (currently amended)

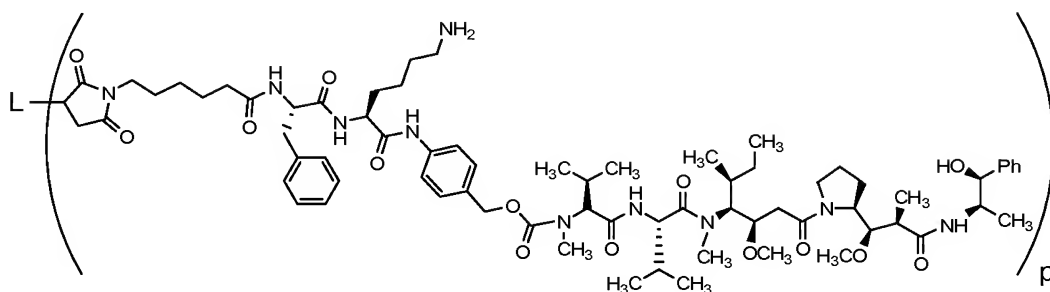
The compound of claim 1 having the structure





66. (currently amended) The compound of ~~any one of claims claim~~ 54, 56, 59 or 63 where p ranges from about 1 to about 8.

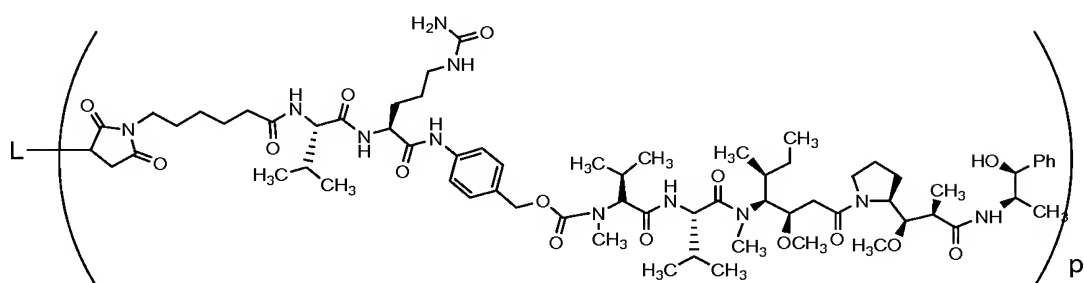
77. (withdrawn - currently amended) The compound of claim 1 having the formula



or a pharmaceutically acceptable salt ~~or solvate~~ thereof, where p ranges from about 1 to about 8 and L is a monoclonal antibody.

78. (canceled)

79. (currently amended) The compound of claim 1 having the formula



or a pharmaceutically acceptable salt ~~or solvate~~ thereof, where p ranges from about 1 to about 8 and L is a monoclonal antibody.

80-99. (canceled)

100. (withdrawn - currently amended) The compound or pharmaceutically acceptable salt thereof of claim 79 wherein L specifically binds the CD20 antigen.

101-103. (canceled)

104. (withdrawn - currently amended) The compound or pharmaceutically acceptable salt thereof of claim 77 wherein L specifically binds the CD20 antigen.

105-110. (canceled)

111. (currently amended) A composition comprising an effective amount of a compound or a pharmaceutically acceptable salt ~~or solvate~~ thereof of ~~any one of claims~~ claim 1, ~~77, 79, 100, 102 or 104~~ and a pharmaceutically acceptable carrier or vehicle.

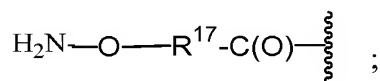
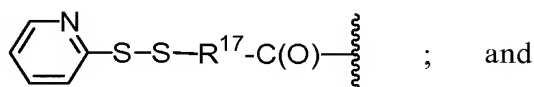
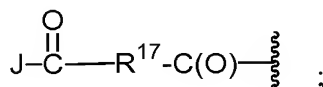
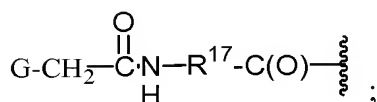
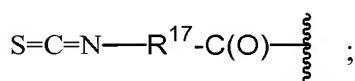
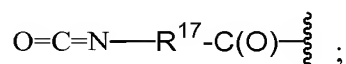
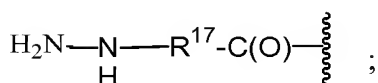
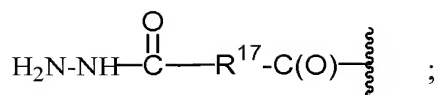
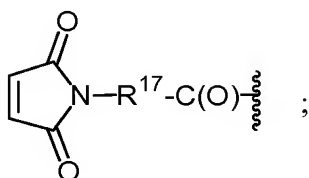
112-118. (canceled)

119. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ thereof of ~~any one of claims~~ claim 1, 44, 77, 79, 100, 102 ~~or 104~~, in an isolated or a purified form.

120. (canceled)

121. (currently amended) The compound or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 1 where -W_w- is-valine-citrulline-, the amino terminus of -W_w- forming a bond with ~~a~~ the Stretcher unit, and the C- terminus of -W_w- forming a bond with ~~a~~ the Spacer unit.

122. (withdrawn - currently amended) The compound of claim 44 or a pharmaceutically acceptable salt ~~or solvate~~ of the compound of claim 44, wherein
-A' is selected from



wherein

G is selected from -Cl, -Br, -I, -O-mesyl and -O-tosyl;

J is selected from -Cl, -Br, -I, -F, -OH, -O-N-succinimide, -O-(4-nitrophenyl), -O-pentafluorophenyl, -O-tetrafluorophenyl and -O-C(O)-OR¹⁸;

a is 0 or 1;

R¹⁷ is selected from -C₁-C₁₀ alkylene-, -C₃-C₈ carbocyclo-, -O-(C₁-C₈ alkoxy)-, -arylene-, -C₁-C₁₀ alkylene-arylene-, -arylene-C₁-C₁₀ alkylene-, -C₁-C₁₀ alkylene-(C₃-C₈ carbocyclo)-, -(C₃-C₈ carbocyclo)-C₁-C₁₀ alkylene-, -C₃-C₈ heterocyclo-, -C₁-C₁₀ alkylene-(C₃-C₈ heterocyclo)-, -(C₃-C₈ heterocyclo)-C₁-C₁₀ alkylene-, -(CH₂CH₂O)_r-, and -(CH₂CH₂O)_r-CH₂-;

r is an integer ranging from 1-10; and

R¹⁸ is -C₁-C₈ alkyl or -aryl.

123. (canceled).

124. (new) A composition comprising an effective amount of a compound or a pharmaceutically acceptable salt thereof of claim 79 and a pharmaceutically acceptable carrier or vehicle.

125. (new) A composition comprising an effective amount of a compound or a pharmaceutically acceptable salt thereof of claim 121 and a pharmaceutically acceptable carrier or vehicle.

126. (new) The compound or a pharmaceutically acceptable salt thereof of claim 79 in an isolated or a purified form.

127. (new) The compound or a pharmaceutically acceptable salt thereof of claim 121 in an isolated or a purified form.

128. (new - withdrawn) The compound of claim 56 where p ranges from about 1 to about 8.

129. (new - withdrawn) The compound of claim 59 where p ranges from about 1 to about 8.

130. (new) The compound of claim 63 where p ranges from about 1 to about 8.